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13 Proposed Attorneys for The Roman Catholic  
14 Archbishop of San Francisco

15 UNITED STATES BANKRUPTCY COURT

16 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

17 In re  
18 THE ROMAN CATHOLIC ARCHBISHOP  
OF SAN FRANCISCO,

19 Debtor and  
20 Debtor in Possession.

Case No. 23-30564

Chapter 11

**DECLARATION OF JOSEPH J.  
PASSARELLO IN SUPPORT OF DEBTOR'S  
MOTION FOR ORDER (1) PROHIBITING  
UTILITY COMPANIES FROM ALTERING,  
REFUSING OR DISCONTINUING  
SERVICE, (2) DETERMINING ADEQUATE  
ASSURANCE OF PAYMENT FOR  
POSTPETITION UTILITY SERVICES  
UNDER 11 U.S.C. § 366, (3) ESTABLISHING  
PROCEDURES FOR DETERMINING  
ADEQUATE ASSURANCE OF PAYMENT,  
AND (4) SCHEDULING A FINAL  
HEARING**

Date: August 24, 2023

Time: 1:30 p.m.  
Via ZoomGov

Judge: Hon. Dennis Montali

*Hearing Requested on Shortened Time*

1 I, Joseph J. Passarello, declare as follows:

2 1. I am the Chief Financial Officer (“CFO”) of The Roman Catholic Archbishop of San  
3 Francisco, the debtor and debtor in possession herein (“RCASF” or the “Debtor”). I have been the  
4 CFO of the RCASF since January 2014. Prior to that, I have been the CFO for several other  
5 companies including Serena Software, Aptina Imaging, AMI Semiconductor, and Therma-Wave,  
6 Inc. I have a Master of Business Administration from Santa Clara University and a Bachelor of  
7 Science in Economics and Business Administration from St. Mary’s College. I am authorized to  
8 provide this declaration setting forth the general structure and history of RCASF. In the course and  
9 scope of my duties as CFO, I am familiar with the record keeping practices and policies of the  
10 RCASF and how it regularly maintains its business records.

11 2. All facts set forth in this Declaration are based on my personal knowledge, upon  
12 information supplied to me by people who report to me, upon information supplied to me by the  
13 RCASF’s professionals and consultants, upon my review of relevant documents, or upon my opinion  
14 based on my experience and knowledge with respect to the RCASF’s operations, financial condition,  
15 and related business issues. The documents submitted herewith, referenced herein or otherwise  
16 relied upon by me for purposes of this Declaration are the business records of the RCASF, prepared  
17 and maintained in the ordinary and regularly conducted business activity of the RCASF, and used  
18 by me for those purposes. If I were called upon to testify, I could and would testify competently to  
19 the facts set forth herein, and I am authorized to submit this Declaration on behalf of the RCASF.

20 3. I make this declaration in support of the RCASF’s motion to the Court for an order  
21 after an interim hearing: (1) prohibiting utility companies from altering, refusing or discontinuing  
22 service; (2) determining that the Debtor in Possession’s furnishing of deposits to Utility Companies  
23 (defined below) hereto constitutes adequate assurance of payment; (3) establishing procedures for  
24 assurance requests by the affected utilities and for determining adequate assurance of payment; and  
25 (4) scheduling a final hearing thereon (the “Motion”). I have read the Motion and all statements  
26 therein are true and correct to the best of my knowledge. All terms not otherwise defined herein  
27 have the same meaning as set forth in the Motion.

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1           4.       The RCASF filed this Bankruptcy Case to reorganize its financial affairs pursuant to  
2 a plan of reorganization that will, among other things, fairly, justly, and equitably compensate  
3 survivors of sexual abuse by clergy or others associated with the RCASF and bring healing to  
4 survivors, parishioners and others affected by past acts of sexual abuse. The RCASF requires the  
5 Bankruptcy Court's protection and the protection of the bankruptcy laws to make fair and equitable  
6 payment on all of the claims against it, including the claims by survivors of abuse, trade creditors,  
7 and others, while continuing its ministries and support it offers to Catholic parishes and  
8 communities. Additional background information on the RCASF can be found in my declaration  
9 regarding description of the Debtor and pre-filing history filed on the Petition Date.

10           5.       The Debtor has multiple facilities and receives utility services from numerous utility  
11 companies. These facilities include: the Chancery Office located at One Peter York Way, San  
12 Francisco; 1600 Van Ness Ave, San Francisco (property leased to tenants under leases that provide  
13 for tenants to reimburse for utilities); 320 Middlefield Rd., Menlo Park (building leased to  
14 Chesterton Academy of St. James, which reimburses the Debtor for utilities; campus real property  
15 belongs to St. Patrick's Seminary and University upon which the Debtor built the building); and 455  
16 W. 20<sup>th</sup> Ave., San Mateo (Serra Clergy House for retired clergy; the Debtor assists with support for  
17 retired priests by paying utilities); and 5618 California St., San Francisco (California Street  
18 Apartment). A list of the utility companies ("Utility Companies") and the Debtor's corresponding  
19 utility company accounts is listed on Exhibit 2 attached to the Motion.<sup>1</sup> None of the Utility  
20 Companies hold prepetition deposits. Prior to the Petition Date, the Debtor timely remitted  
21 payments on monthly utility service obligations. The sum of all monthly payments to these utilities  
22 for these accounts averages about \$30,000 per month in the aggregate.

23           6.       The Debtor's ongoing operations require it to maintain uninterrupted utility services  
24 including electricity, natural gas, telephone, water, waste removal, internet and other services.  
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27 <sup>1</sup> The Debtor reserves the right to supplement the list of utility companies, and also reserves the  
28 right to argue that any of the listed utility companies do not fall under the purview of 11 U.S.C.  
§ 366 as a "utility."

1 Termination of a utility service would cause immediate and irreparable harm to the Debtor's  
2 operations and critical reorganization efforts.

3 7. The Debtor intends to remain current on all payments to the Utility Companies on a  
4 post-petition basis as those obligations become due. The Debtor, with my input, has prepared  
5 projections showing that adequate funds have been budgeted for payment of anticipated post-  
6 petition utility services.

7 I declare under penalty of perjury that the foregoing is true and correct. Executed on August  
8 17, 2023 at San Francisco, California.

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11 Joseph J. Passarello  
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